

**BEFORE**  
**THE PUBLIC SERVICE COMMISSION OF**  
**SOUTH CAROLINA**  
**DOCKET NO. 2020- ----WS**

IN RE: Joint Application for Approval of  
the Sale of Assets and Transfer of Facilities,  
Territory, and Certificate of Public  
Convenience and Necessity from CUC,  
Incorporated to South Carolina Water  
Utilities, Inc

**MOTION FOR CONFIDENTIAL  
TREATMENT**

Applicants, South Carolina Water Utilities, Inc. (“SCWU”) and CUC, Incorporated. (“CUC”) by counsel, and under S.C. Code Ann. § 39-8-10, *et seq.*, and S.C. Code Ann. Regs. 103-804(S)(2), file this Motion for Confidential Treatment in the above-captioned proceeding. Applicants request confidential treatment by the Public Service Commission (“Commission”) of certain commercially-sensitive financial information filed under seal in support of their Application for approval of the sale of assets and transfer of facilities, territory, and certificate of public convenience and necessity from CUC to SCWU. This motion is being filed concurrently with the Application.

**I. Description of Confidential Information**

The Asset Purchase Agreement, the redacted version of which is attached as Exhibit B to the Application and the unredacted version of which is filed under seal, contains highly confidential information, specifically *the purchase price, terms of payment, employee information, and assets excluded from the transaction*, the public disclosure of which would cause direct, immediate and substantial harm to SCWU’s competitive position in South Carolina and in other states where SCWU or its parent company are doing business. CUC is a closely held corporation and also desires to keep this information confidential to safeguard the privacy of its shareholders.

## **II. Grounds for Claim of Confidentiality**

Disclosure of the purchase agreement would jeopardize SCWU's relationship with its investors and harm the Applicant's ability to compete in the provision of utility services in South Carolina. Neither SCWU nor CUC are public corporations and their financial and business information is uniquely sensitive. SCWU and CUC are closely held corporations that desire to keep their financial information out of the public realm.

Applicants take considerable efforts to maintain the secrecy of the information of this nature. Financial information of this type is not publicly disseminated, and Applicants each take reasonable steps to guard this information internally. Its disclosure is limited to Applicants' senior officers, Applicants' counsel, and employees of the company directly involved with Applicants' financial operations. When required to submit financial information to public authorities, all such information is stamped "Confidential" and comes with formal requests to maintain the confidentiality of the information and to withhold it from public disclosure.

Most important, Applicants have narrowly tailored their request for confidential treatment and have provided a minimally redacted agreement for public inspection with their Application. Applicants have disclosed all terms of the transaction which could reasonably be expected to impact customer service. Conversely, the information Applicants want to keep confidential would not affect customer service.

## **III. Conclusion**

The financial information included in support of the Application, for which confidential treatment is requested, is both proprietary and competitively sensitive. Applicants would suffer substantial direct harm if such information is made publicly available. The harm that would result from public disclosure of the Applicants' financial information is real and not speculative. For the

foregoing reasons, the financial information in Exhibit B should be protected from public disclosure by the Commission.

WHEREFORE, Applicants respectfully request the redacted information in Exhibit B of the Application be ruled exempt from public disclosure and provided confidential treatment under S.C. Code Ann. § 39-8-10, *et seq.*

Respectfully submitted,

*s/ Charles L.A. Terreni*

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September 4, 2020  
Columbia, South Carolina